

**IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

STEVEN CURD and REBEL CURD,  
Derivatively on Behalf of SEI )  
INTERNATIONAL EQUITY FUND, SEI )  
HIGH YIELD BOND FUND, SEI TAX- )  
MANAGED LARGE CAP FUND, SEI TAX- )  
MANAGED SMALL/MID CAP FUND, and )  
SEI INTERMEDIATE-TERM MUNICIPAL )  
FUND, )  
Plaintiffs, )  
v. )  
SEI INVESTMENTS MANAGEMENT )  
CORPORATION, )  
Defendant. )  
)

**MOTION TO DISMISS OF NOMINAL DEFENDANTS**  
**SEI INTERNATIONAL EQUITY FUND, SEI HIGH YIELD BOND FUND, SEI TAX-  
MANAGED LARGE CAP FUND, SEI TAX-MANAGED SMALL/MID CAP FUND, and  
SEI INTERMEDIATE-TERM MUNICIPAL FUND**

Pursuant to Fed. R. Civ. 12(b)(6) and 23.1, and for the reasons set forth in the accompanying Memorandum of Law in Support of their Motion to Dismiss, Nominal Defendants SEI International Equity Fund, SEI High Yield Bond Fund, SEI Tax-Managed Large Cap Fund, SEI Tax-Managed Small/Mid Cap Fund, and SEI Intermediate-Term Municipal Fund respectfully move the Court for the entry of an Order dismissing with prejudice the Complaint with respect to the Nominal Defendants.

Dated: May 23, 2014

Respectfully submitted,

/s/ Elizabeth Hoop Fay

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Bond Fund, SEI Tax-Managed Large Cap  
Fund, SEI Tax-Managed Small/Mid Cap  
Fund, and SEI Intermediate-Term Municipal  
Fund*

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the Motion to Dismiss Of Nominal Defendants SEI International Equity Fund, SEI High Yield Bond Fund, SEI Tax-Managed Large Cap Fund, SEI Tax-Managed Small/Mid Cap Fund, and SEI Intermediate-Term Municipal Fund (“Nominal Defendants’ Motion”), along with the accompanying Memorandum Of Law In Support Of Nominal Defendants’ Motion and proposed Order, were served via electronic filing on all counsel of record.

Dated: May 23, 2014

/s/ Elizabeth Hoop Fay  
Elizabeth Hoop Fay